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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	
	:	Case No. 18-23538 (RDD)
	:	
Debtors.¹	:	(Jointly Administered)
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**NOTICE OF WITHDRAWAL OF CERTAIN
DESIGNATABLE LEASES FROM THE NOTICE OF
ASSUMPTION AND ASSIGNMENT OF ADDITIONAL
DESIGNATABLE LEASES**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that on April 19, 2019, Transform Holdco LLC (the “**Buyer**”), filed the Notice of Assumption and Assignment of Additional Designatable Leases (ECF No. 3298) (the “**Assumption Notice**”),² notifying applicable counterparties that the Designatable Leases listed on Exhibit 1 to the Assumption Notice (the “**Designatable Leases Exhibit**”) have been designated by the Buyer for assumption and assignment.

PLEASE TAKE FURTHER NOTICE that the Designatable Leases listed on **Exhibit A** hereto (the “**Removed Leases**”) are hereby removed from the Designatable Leases Exhibit.

PLEASE TAKE FURTHER NOTICE that, other than the removal of the Removed Leases from the Designatable Leases Exhibit, the Assumption Notice remains otherwise unaffected.

PLEASE TAKE FURTHER NOTICE that the Buyer hereby withdraws the Assumption Notice as to the Removed Leases, and is not seeking to assume and assign the Removed Leases. The Buyer reserves all rights with respect to the Removed Leases.

PLEASE TAKE FURTHER NOTICE that this notice will be provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405), including service on the counterparties listed on **Exhibit A**. The Buyer submits that no other or further notice need be provided.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Assumption Notice.

Dated: May 7 , 2019
New York, New York

/s/ Luke A. Barefoot
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Exhibit A

Removed Leases

	Store #	RE ID	Property Group	City	State/ Province	Store Address	Counterparty	Building Size	Contract Name	Proposed Cure Amount	Counterparty's Asserted Cure Amount	Disputed Amount	Assignee	Revised Cure
394	7043	704300	Closed Store	Rock Hill	South Carolina	2302 Cherry Rd	Madison Capital Group	89,299	Lease	\$0.00	N/A	N/A	Transform Leaseco LLC	
293	3886	388600	Closed Store	Asheville	North Carolina	980 Brevard Road	Biltmore Commercial Properties, LLC	104,231	Lease	\$0.00*	\$31,288.51	\$31,288.51	Transform Leaseco LLC	*
248	3483		Open Store (Sublease)	Ontario	California	2531 S Euclid Ave	Wolf Family Series LP	11,000	Sublease	\$0.00	N/A	N/A	Transform Leaseco LLC	